

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

**1. Name of Listed Entity :** Infosys Limited

**2. Quarter ending :** March 31, 2016

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Ms.	Roopa Kudva	AETPK7710A & 00001766	Independent	04/02/2015	1 year and 1 month	1	-	1
Mr.	R. Seshasayee	AABPS1498R & 00047985	Non-Executive Chairperson/Independent	01/04/2014	2 Years	3	2	-
Prof.	Jeffrey S. Lehman	00092981	Independent	01/04/2014	2 Years	1	1	1
Ms.	Kiran Mazumdar-Shaw	ACMPM8240N & 00347229	Independent	10/01/2014	2 Years and 2 months	4	1	-
Mr.	Ravi Venkatesan	AAIPV3250D & 00621398	Independent	01/04/2014	2 Years	2	2	-
Mr.	U.B. Pravin Rao	ACEPR2248H & 06782450	Executive	10/01/2014	2 Years and 2 months	1	-	-
Dr.	Dr. Vishal Sikka	FYGPS4275G & 06897177	Executive	14/06/2014	1 Year and 9 Months	1	-	-
Prof.	John Etchemendy	07029756	Independent	04/12/2014	1 Year and 3 months	1	1	-
Ms.	Dr. Punita Kumar-Sinha	DAXPS7631M & 05229262	Independent	14/01/2016	2 Months	6	1	-

Note: 1. R Seshasayee, Prof. Jeffrey S. Lehman and Ravi Venkatesan were appointed on the Board before the new Companies Act, 2013 was notified. Ministry of Corporate Affairs, Government of India, by a notification, had clarified that if a company intends to appoint existing independent directors as independent directors under the Act, such appointment must be made expressly within one year from April 1, 2014. The Company complied with the provisions of the Companies Act, 2013 and the notification of the Ministry of Corporate Affairs and appointed the above directors in accordance with Section 149(10) and (13) and other relevant provisions of the Companies Act, 2013.

2. Jeffrey S. Lehman and John Etchemendy are foreign nationals, hence they do not have PAN details.

## II. Composition of Committees

<i>Name of Committee</i>	<i>Name of Committee members</i>	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	Roopa Kudva R. Seshasayee Prof. Jeffrey S. Lehman Ravi Venkatesan		Independent / Chairperson Independent Independent Independent
2. Nomination & Remuneration Committee	Prof. Jeffrey S. Lehman R. Seshasayee Prof. John W. Etchemendy Kiran Mazumdar-Shaw		Independent / Chairperson Independent Independent Independent
3. Risk and Strategy Committee	Ravi Venkatesan R. Seshasayee Kiran Mazumdar-Shaw Roopa Kudva Prof. John W. Etchemendy		Independent / Chairperson Independent Independent Independent Independent
4. Stakeholders Relationship Committee'	Prof. Jeffrey S. Lehman Ravi Venkatesan Prof. John W. Etchemendy		Independent / Chairperson Independent Independent
5. Finance and Investment Committee	Roopa Kudva Ravi Venkatesan Kiran Mazumdar-Shaw Prof. John W. Etchemendy		Independent / Chairperson Independent Independent Independent
6. Corporate Social Responsibility Committee	R. Seshasayee Kiran Mazumdar-Shaw Dr. Vishal Sikka		Independent / Chairperson Independent Executive

\$Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

<b>III. Meeting of Board of Directors</b>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
12/10/2015 and 19/10/2015	14/01/2016 and 24/02/2016	40 days	
<b>IV. Meeting of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
13/01/2016 – Audit Committee Meeting	Yes	11/10/2015	93 days
13/01/2016 and 24/02/2016 - Nomination and remuneration committee	Yes	11/10/2015	93 days
13/01/2016 - Stakeholders Relationship Committee	Yes	12/10/2015	92 days
13/01/2016 - Risk Management Committee	Yes	11/10/2015	93 days
15/01/2016 - Corporate Social Responsibility Committee	Yes	11/10/2015	95 days
13/01/2016 – Finance and Investment Committee	Yes	11/10/2015	93 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)refer note below</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<p><b>Note</b></p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - Yes</p> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee (applicable to the top 100 listed entities)</li> </ol> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. – Yes</p> <p>4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes</p> <p>5. This report and the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: This report was placed before the Board in their meeting held on April 15, 2016. The Board had no comments on the same.</p>	
<p><b>Name : A G S Manikantha</b>  <b>Designation : Company Secretary</b></p>	

**Note:** Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

1. Name of Listed Entity: Infosys Limited
2. Financial year ending: March 31, 2016

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b> refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their Associates	NA	
New name and the old name of the listed entity	NA	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b> refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of Risk management committee</i>	21(1),(2),(3),(4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes*
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes
<p><b>Note</b></p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p> <p>*The Company does not have unlisted material subsidiary.</p>		
<p><b>III Affirmations:</b></p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Yes</p>		
<p><b>Name : A G S Manikantha</b>  <b>Designation : Company Secretary</b></p>		